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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	: Chapter 11
LEHMAN BROTHERS HOLDINGS INC., et al.,	: Case No. 08-13555 (JMP)
Debtors.	: (Jointly Administered)
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**SUPPLEMENT TO MOTION OF LEHMAN BROTHERS HOLDINGS INC.
AND LEHMAN COMMERCIAL PAPER INC. PURSUANT TO
SECTION 363 OF THE BANKRUPTCY CODE FOR AUTHORITY TO
TRANSFER FUNDS TO ROSSLYN LB SYNDICATION PARTNER LLC**

TO THE HONORABLE JAMES M. PECK
UNITED STATES BANKRUPTCY JUDGE:

1. On May 25, 2010, Lehman Brothers Holdings Inc. (“LBHI”) and its affiliate, Lehman Commercial Paper Inc. (“LCPI”), as debtors and debtors in possession (together with their affiliated debtors in the above-referenced chapter 11 cases, the “Debtors”) filed the *Motion of Lehman Brothers Holdings Inc. and Lehman Commercial Paper Inc. Pursuant to Section 363 of the Bankruptcy Code for Authority to Transfer Funds to Rosslyn LB Syndication Partner LLC* (the “Motion”) ¹ [Docket No. 9238].

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Motion.

2. As described in more detail therein, the Motion seeks, generally, authorization (i) for LBHI as holder of the RACERS MM Notes to direct or cause LCPI, which is currently holding the RACERS Funds to transfer approximately \$206,000,000 to Rosslyn LB to fund its portion of the Capital Call, and, if necessary, to transfer approximately \$56,500,000 to Rosslyn LB for Rosslyn LB to make a partner loan to fund the Rosslyn JV's other partners' portion of the Capital Call, and (ii) for LCPI to make such transfers.

3. In an abundance of caution, LBHI and LCPI seek to supplement the Motion to provide that, if at any time it is determined that any portion of the funds transferred pursuant to the Motion constitute property of any of the Debtors' estates, the transfer of such Debtor funds will be deemed to have been made pursuant to the terms of the *Final Order Pursuant to Section 105(a), 345(b), 363(b), 363(c) and 364(a) of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004 (A) Authorizing Debtors to (i) Continue to Use Existing Cash Management System, as Modified, (ii) Honor Certain Prepetition Obligations Related to the Use of the Cash Management System, and (iii) Maintain Existing Bank Accounts and Business Forms and (B) Extending the Debtors' Time to Comply with Section 345(b) of the Bankruptcy Code* [Docket No. 1416] (the "Cash Management Order") and the procedures set forth therein. Specifically, as required by the Cash Management Order, LBHI will use commercially reasonable efforts to obtain from Rosslyn LB (i) a note accruing interest at a market rate and (ii) a valid perfected lien junior to any existing liens of Rosslyn LB.

Dated: June 2, 2010
Houston, Texas

/s/ Alfredo R. Pérez

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